

SIMPSON THACHER & BARTLETT LLP

Sandeep Qusba

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*Proposed Counsel to the Official Committee
of Unsecured Creditors of Gawker Media LLC, et al.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

	X
In re	:
Gawker Media LLC, et al. ¹	:
Debtors.	:
	Chapter 11
	:
	Case No. 16-11700 (SMB)
	:
	(Jointly Administered)
	:

**APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF GAWKER MEDIA LLC, et al., FOR ENTRY OF AN ORDER
PURSUANT TO SECTIONS 328(a), 330 AND 1103(a)
OF THE BANKRUPTCY CODE AND FED. R. BANKR. P. 2014 AND 2016
FOR AUTHORITY TO RETAIN AND EMPLOY
SIMPSON THACHER & BARTLETT LLP
EFFECTIVE NUNC PRO TUNC TO JUNE 24, 2016**

The Official Committee of Unsecured Creditors (the “**Committee**”) of Gawker Media LLC, et al. (the “**Debtors**”), by its Co-Chair, Ashley Terrill, hereby applies (the “**Application**”) for an Order, substantially in the form attached hereto **Exhibit A**, pursuant to 11 U.S.C. §§ 328(a), 330 and 1103(a) of title 11 of the United States Code (as amended, the “**Bankruptcy**

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. King Kft.’s offices are located at Andrassy ut. 66 1062 Budapest, Hungary.

Code") and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (as amended, the "**Bankruptcy Rules**"), and Rules 2014-1 and 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (as amended, the "**Local Rules**") authorizing the employment and retention of Simpson Thacher & Bartlett LLP ("Simpson Thacher" or the "**Firm**") as counsel for the Committee, effective *nunc pro tunc* to June 24, 2016. In support of the Application, the Committee relies upon the Declaration of Ashely Terrill, Committee Co-Chair (the "**Co-Chair Declaration**"), attached hereto as **Exhibit B**, and the Declaration of Sandeep Qusba (the "**Qusba Declaration**"), attached hereto as **Exhibit C**, each incorporated herein by reference. The Committee respectfully represents as follows:

JURISDICTION, VENUE, AND STATUTORY PREDICATES

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The statutory predicates for the relief requested herein are sections 328(a), 330 and 1103(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1.

BACKGROUND

2. On June 10, 2016, Gawker Media LLC filed a voluntary petition for relief under chapter 11. Gawker Media Group, Inc. and Kinja Kft. followed with voluntary petitions for relief under chapter 11 on June 12, 2016. The factual background regarding the Debtors, including their business operations, their financial affairs and capital structure, and the events leading to the filing of these chapter 11 cases, is set forth in detail in the *Declaration of William D. Holden in Support of First Day Motions* [Docket No. 7].

3. By Order dated June 16, 2016 [Docket No. 41], these chapter 11 cases are being jointly administered. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. As of the date hereof, neither a trustee nor an examiner has been appointed in these chapter 11 cases.

4. On June 24, 2016, the Office of the United States Trustee (the “**U.S. Trustee**”) appointed the Committee in these cases pursuant to section 1102 of the Bankruptcy Code [Docket No. 62]. The Committee is presently composed of the following three creditors: (i) Terry Gene Bollea; (ii) Shiva Ayyadurai; and (iii) Ashley A. Terrill.

5. The Committee has retained the Firm as its proposed counsel and Deloitte Financial Advisory Services LLP as its proposed financial advisors.

RELIEF REQUESTED

6. Subject to this Court’s approval, and pursuant to sections 328(a), 330 and 1103(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1, the Committee respectfully requests that the Court enter the Order in the form of Exhibit A authorizing the Committee to employ and retain Simpson Thacher as its counsel, effective *nunc pro tunc* to June 24, 2016, to perform the legal services that will be necessary during these chapter 11 cases.

7. Simpson Thacher is an internationally-recognized law firm with more than 900 attorneys in five offices across the United States and six offices in leading international business centers. Simpson Thacher attorneys have extensive experience and expertise, *inter alia*, in the fields of business reorganizations and restructurings, intellectual property, complex litigation and mergers and acquisitions. The Committee will also have access to other specialized practice

groups within Simpson Thacher as may be needed. The Committee seeks the employment of Simpson Thacher to represent it and to perform services for the Committee to fulfill the Committee's duties and responsibilities consistent with section 1103 and other provisions of the Bankruptcy Code.

A. Services to be Provided

8. The Committee believes Simpson Thacher is qualified to represent it in these cases in an effective, efficient and timely manner. The Committee anticipates that Simpson Thacher will provide the following services to the Committee, among others:

- (a) advise the Committee with respect to its powers and duties under the Bankruptcy Code, the Bankruptcy Rules and the Local Rules;
- (b) assist and advise the Committee in its consultations with the Debtors, the U.S. Trustee and other parties in interest relating to the administration of these cases;
- (c) assist and advise the Committee in its examination and analysis of the pre- and post-petition conduct of the Debtors' affairs;
- (d) assist and advise the Committee in connection with the stalking horse bid of Ziff Davis, LLC, related bid procedures and any sale of the Debtors' assets pursuant to section 363 of the Bankruptcy Code through the closing thereof;
- (e) assist and advise the Committee with respect to the debtor in possession financing with Cerberus Business Finance, LLC, as administrative and collateral agent, and any other proposed financings;
- (f) assist the Committee in the review, analysis and negotiation of any chapter 11 plan(s) of reorganization or liquidation and accompanying disclosure statement(s) that may be filed;
- (g) take all necessary action to protect and preserve the interests of the Committee, including (i) possible prosecution and/or settlement of actions on the Debtors' behalf, including avoidance and other causes of action against insiders and third parties; (ii) if appropriate, participation in and negotiations regarding litigation in which the Debtors are involved; and (iii) if appropriate, review and analysis of claims filed against the Debtors' estates, including intra-Debtor claims;

- (h) prepare on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses and other papers in support of positions taken by the Committee and appear, as appropriate, before this Court and any appellate and other courts; and
- (i) perform all other necessary legal services in these cases.

9. Simpson Thacher intends to work closely with the Debtors' representatives and the other professionals retained by the Committee to ensure that there is no unnecessary duplication of services performed or charged to the Debtors' estates.

10. The Committee believes Simpson Thacher has the necessary background and experience to deal effectively and efficiently with any potential legal issues that arise in the context of these cases.

B. Professional Compensation

11. Simpson Thacher intends to apply for compensation for professional services rendered in connection with these chapter 11 cases, subject to the Court's approval, and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York, updated June 17, 2013 (the "**SDNY Guidelines**"), Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 440 by Attorneys in Larger Chapter 11 Cases, effective as of November 1, 2013 (the "**Revised UST Guidelines**"), the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 94] and other Orders of the Court Orders, and seek reimbursement of actual, necessary expenses and other charges that Simpson Thacher incurs.

12. Simpson Thacher's hourly rates and corresponding rate structure for these chapter 11 cases are the same as Simpson Thacher charges generally for restructuring, workout,

bankruptcy and comparable matters, as well as similar complex corporate, intellectual property and litigation matters, whether in court or otherwise and regardless of whether a fee application is required.

13. Simpson Thacher's hourly rates vary with the experience and seniority of the individual professionals and paraprofessionals. Simpson Thacher's current hourly rates, effective as of January 1, 2016, for the professionals and paraprofessionals who are expected to provide services to the Committee in chapter 11 cases range as follows:²

Billing Category	Range
Partners	\$1,085-\$1,315
Senior Counsel	\$1,065
Counsel	\$1,030
Associates	\$485-\$995
Paraprofessionals	\$205-\$350

These rates, as set forth more fully in the Qusba declaration, are reasonable.

14. The following professionals are presently expected to have primary responsibility for providing services to the Committee: Sandeep Qusba, William Russell, Lori Lesser and Jeffrey Baldwin. In addition, from time to time, as these chapter 11 cases proceed, other Simpson Thacher professionals and paraprofessionals will provide required services to the Committee.

15. Simpson Thacher will also seek reimbursement for all actual, non-overhead expenses incurred by Simpson Thacher on the Committee's behalf, such as postage, overnight mail, courier delivery, transportation, overtime expenses, computer-assisted legal research,

² These hourly rates are subject to periodic adjustments. Prior to applying any increases in its hourly rates beyond the rates set forth herein, Simpson Thacher will provide ten days' notice of any such increases to the Debtors, the United States Trustee, counsel to US VC Partners as Second Lien Lender, and Cerberus Business Finance LLC as DIP Lender and file the notice on ECF. The United States Trustee retains all rights to object to such rate increase, and the Court retains the right to review any rate increase.

photocopying, outgoing facsimile transmissions, airfare, meals, and lodging, as more fully set forth in the Qusba Declaration. All requests for reimbursement of expenses will be consistent with SDNY Guidelines established by the Bankruptcy Court and/or the Revised UST Guidelines.

16. The Committee believes that these rates, and the terms and conditions of Simpson Thacher's employment, are reasonable.

C. Simpson Thacher's Disinterestedness

17. To the best of the Committee's knowledge, information, and belief, based on the annexed Qusba Declaration, Simpson Thacher does not hold or represent an interest adverse to the Committee and, except as disclosed in the Qusba Declaration, does not have any "connections" to the Debtors, their creditors or other parties in interest in these chapter 11 cases. Accordingly, the Committee believes that Simpson Thacher is a "disinterested person," as that term is defined in section 101(14) of the Bankruptcy Code.

18. As set forth in the Qusba Declaration, Simpson Thacher has represented, currently represents and will in the future likely represent certain parties in interest or potential parties in interest in these chapter 11 cases in matters unrelated either to the chapter 11 cases or such entities' claims against the Debtors. Further, as part of its customary practice, Simpson Thacher is retained in cases, proceedings, and transactions involving many different parties throughout the United States and worldwide, some of whom may represent or be employed by claimants, and some of whom may be parties in interest in these chapter 11 cases. Simpson Thacher will periodically review its files during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or

relationships are discovered or arise, Simpson Thacher will use reasonable efforts to identify and disclose such further developments by filing a supplemental declaration.

19. The Committee believes that the employment of Simpson Thacher is necessary and in the best interests of the estates and will enable the Committee to carry out its fiduciary duties owed to unsecured creditors under the Bankruptcy Code. The Committee respectfully submits that the relief requested in the Application is appropriate and should be granted by this Court.

Notice

20. Notice of this Application has been provided to: (i) the Office of the United States Trustee for the Southern District of New York, Attn: Greg Zipes and Susan Arbeit; (ii) counsel to the Debtors, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036-8704, Attn: Gregg M. Galardi (gregg.galardi@ropesgray.com), Jonathan P. Gill (jonathan.gill@ropesgray.com) and Kristina Alexander (kristina.alexander@ropesgray.com); (iii) counsel to Cerberus Business Finance, LLC, as DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022, Attn: Adam C. Harris (adam.harris@srz.com); (iv) counsel to US VC Partners LP, as Prepetition Second Lien Lender, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 606011, Attn: David Heller (david.heller@lw.com) & Keith A. Simon, 885 Third Avenue, New York, New York 10022, Attn: Keith A. Simon (keith.simon@lw.com); and (v) parties that have requested notice pursuant to Bankruptcy Rule 2002. A copy of this Application is also available on the website of the Debtors' notice and claims agent at <https://cases.primeclerk.com/gawker>. In light of the nature of the relief requested herein, the Committee submits that no other or further notice is necessary.

NO PRIOR REQUEST

21. No prior application for the relief requested herein has been made to this or any other court.

CONCLUSION

WHEREFORE, the Committee respectfully requests that the Court: (a) enter an order substantially in the form annexed hereto as **Exhibit A**, authorizing the retention and employment of Simpson Thacher; and (b) grant such other and further relief as the Court may deem just and proper.

Dated: July 25, 2016
New York, New York

Respectfully submitted,

THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF GAWKER MEDIA LLC, *et al.*

By: /s/
Ashley Terrill, Committee Co-Chair,
on behalf of the Committee

Sandeep Qusba
William T. Russell, Jr.
SIMPSON THACHER & BARTLETT LLP
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EXHIBIT A

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

	-----x
In re	:
Gawker Media LLC, <i>et al.</i> , ¹	:
Debtors.	:
	:

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT
OF SIMPSON THACHER & BARTLETT LLP AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS PURSUANT TO SECTIONS
328(a), 330 AND 1103(a) OF THE BANKRUPTCY CODE EFFECTIVE
NUNC PRO TUNC TO JUNE 24, 2016**

This matter coming before the court on the Application of the Official Committee of Unsecured Creditors of Gawker Media LLC, *et al.*, for Entry of an Order Pursuant to Sections 328(a), 330 and 1103(a) of the Bankruptcy Code and Fed. R. Bankr. P. 2014 and 2016 for Authority to Retain and Employ Simpson Thacher & Bartlett LLP Effective *Nunc Pro Tunc* to June 24, 2016 (the “**Application**”)²; the Court having reviewed the Application and the Declaration of Sandeep Qusba (the “**Qusba Declaration**”) and the Declaration of Ashely Terrill, Committee Co-Chair; and the Court having found based on the representations made in the Application and in the Qusba Declaration that (a) Simpson Thacher & Bartlett LLP does not hold or represent an interest adverse to the Debtors’ estates and (b) Simpson Thacher & Bartlett LLP is a “disinterested person” as defined in section 101(14) of the Bankruptcy Code and as required

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. King Kft.’s offices are located at Andrassy ut. 66 1062 Budapest, Hungary.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

by section 327(a) of the Bankruptcy Code; the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); and (c) notice of the Application is sufficient under the circumstances and no further notice is required; and the Court having determined that the legal and factual basis set forth in the Application establish just cause for the relief granted herein and the Court having determined that the relief sought in the Application is in the best interests of the Committee and its constituents; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED, that the Application is granted to the extent provided herein; and it is further

ORDERED that the Committee is authorized, pursuant to section 328(a) of the Bankruptcy Code, and effective as of June 24, 2016, to employ and retain Simpson Thacher as its counsel;

ORDERED, that Simpson Thacher shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, applicable Bankruptcy Rules, the Local Rules and any other such procedures as may be fixed by order of this Court; and it is further

ORDERED, that prior to any increases in its hourly rates beyond the rates set forth in the Application, Simpson Thacher shall provide ten days' notice of any such increases to the Debtors, the United States Trustee, counsel to US VC Partners as Second Lien Lender, and Cerberus Business Finance LLC as DIP Lender and file the notice on ECF. The United States Trustee retains all rights to object to such rate increase, and the Court retains the right to review any rate increase; and it is further

ORDERED, that this Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

Dated: , 2016
New York, New York

THE HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

Committee Co-Chair Declaration

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

	X
In re	:
Gawker Media LLC, <i>et al.</i> , ¹	:
Debtors.	:
	:
	Chapter 11
	:
	Case No. 16-11700 (SMB)
	:
	(Jointly Administered)
	:

**DECLARATION OF ASHLEY TERRILL, COMMITTEE CO-CHAIR IN SUPPORT OF
APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
GAWKER MEDIA, LLC, *et al.*, FOR ENTRY OF AN ORDER PURSUANT TO
SECTIONS 328(a), 330 AND 1103(a) OF THE BANKRUPTCY CODE AND FED. R.
BANKR. P. 2014 AND 2016 FOR AUTHORITY TO RETAIN AND EMPLOY SIMPSON
THACHER & BARTLETT LLP EFFECTIVE NUNC PRO TUNC JUNE 24, 2016**

Pursuant to 28 U.S.C § 1746, I, Ashley Terrill, Committee Co-Chair, hereby submit this declaration (the “**Declaration**”) under penalty of perjury:

1. I am a creditor of Gawker Media, LLC (together with its debtor affiliates, the “**Debtors**”) and was appointed by the Office of the United States Trustee as a member of the Official Committee of Unsecured Creditors (the “**Committee**”) of the Debtors. I am the Co-Chair of the Committee, and I was part of the process and involved in selecting and engaging counsel for the Committee.

2. I have reviewed and am familiar with the contents of the Application of the Official Committee of Unsecured Creditors of Gawker Media LLC, *et al.*, for Entry of an Order Pursuant to Sections 328(a), 330 and 1103(a) of the Bankruptcy Code and Fed. R. Bankr. P. 2014 and 2016 for Authority to Retain and Employ Simpson Thacher & Bartlett LLP Effective

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. King Kft.’s offices are located at Andrassy ut. 66 1062 Budapest, Hungary.

Nunc Pro Tunc to June 24, 2016 (the “**Application**”).² In support of the Application, the Committee relies upon the Declaration of Sandeep Qusba, which is attached to the Application as **Exhibit C**.

3. Several law firms appeared at the Committee formation meeting held on June 24, 2016 and sought to represent the Committee as lead bankruptcy counsel. The Committee considered and interviewed each firm, prior to selecting Simpson Thacher as its counsel. The Committee selected Simpson Thacher because of Simpson Thacher’s extensive general legal experience and knowledge, and in particular, its recognized expertise in the fields of creditors’ rights and business reorganization under chapter 11 of the Bankruptcy Code, complex litigation, intellectual property, and mergers and acquisitions.

4. The members of the Committee also reviewed Simpson Thacher’s rates for bankruptcy services as set forth in the Application. Simpson Thacher informed the Committee these rates are generally consistent with Simpson Thacher’s comparable non-bankruptcy engagements and the billing rates and terms of other comparably skilled firms for providing similar services. The Committee believes these rates are reasonable. Each Committee member will also receive copies of Simpson Thacher’s monthly invoices and fee applications and will have a full opportunity to review the fees to confirm they are reasonable.

5. The facts set forth in this Declaration are based upon my personal knowledge, my review of the relevant documents, information provided to the Committee, information provided to the Committee by Simpson Thacher, and my personal opinion based upon my experience, knowledge, and information provided to me. I am authorized to submit this Declaration on behalf

² Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Application.

of the Committee, and if called upon to testify, I would testify competently to the facts set forth herein.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States, that the foregoing statements are true and correct.

Dated: July 25, 2016

Respectfully submitted,

/s/

Ashley Terrill, Committee Co-Chair, as
authorized and on behalf of the Committee

EXHIBIT C

Qusba Declaration

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x
In re : Chapter 11
: Case No. 16-11700 (SMB)
Gawker Media LLC, *et al.*,¹ :
Debtors. : (Jointly Administered)
:
-----x

DECLARATION OF SANDEEP QUSBA

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

SANDEEP QUSBA, being duly sworn, states the following under penalty of perjury:

1. I am a member of the law firm of Simpson Thacher & Bartlett LLP (“**Simpson Thacher**”), with an office at 425 Lexington Avenue, New York, New York 10017. I am a member in good standing of the Bar of the State of New York and I am admitted to practice before the Supreme Court of New York and the United States District Court for the Southern District of New York. There are no disciplinary proceedings pending against me.

2. I submit this declaration (the “**Qusba Declaration**”) in support of the Application of the Official Committee of Unsecured Creditors for Entry of an Order Pursuant to Sections

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328(a), 330 and 1103(a) of the Bankruptcy Code and Fed R. Bankr. P. Rules 2014 and 2016 for Authority to Retain and Employ Simpson Thacher & Bartlett LLP Effective *Nunc Pro Tunc* to June 24, 2016 (the “**Application**”).² Except as otherwise noted, I have personal knowledge of the matters set forth herein.

3. To the extent that any information disclosed herein requires amendment or modification upon Simpson Thacher’s receipt of additional information or as additional creditor information becomes available, a supplemental declaration will be submitted to the Court.

Simpson Thacher Qualifications

4. The Committee has selected Simpson Thacher as its counsel because of the firm’s extensive general legal experience and knowledge, and in particular, its recognized expertise, *inter alia*, in the fields of creditors’ rights and business reorganization under chapter 11 of the Bankruptcy Code, complex litigation, intellectual property, and mergers and acquisitions. The Committee believes that Simpson Thacher is well qualified to represent it in these chapter 11 cases in an effective, efficient and timely manner.

Services To Be Provided

5. Simpson Thacher will provide the following legal services:
 - (a) advise the Committee with respect to its powers and duties under the Bankruptcy Code, the Bankruptcy Rules and the Local Rules;
 - (b) assist and advise the Committee in its consultations with the Debtors, the U.S. Trustee and other parties in interest relating to the administration of these cases;
 - (c) assist and advise the Committee in its examination and analysis of the pre- and post-petition conduct of the Debtors’ affairs;

² Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Application.

- (d) assist and advise the Committee in connection with the stalking horse bid of Ziff Davis, LLC, related bid procedures and any sale of the Debtors' assets pursuant to section 363 of the Bankruptcy Code through the closing thereof;
- (e) assist and advise the Committee with respect to the debtor in possession financing with Cerberus Business Finance, LLC, as administrative and collateral agent, and any other proposed financings;
- (f) assist the Committee in the review, analysis and negotiation of any chapter 11 plan(s) of reorganization or liquidation and accompanying disclosure statement(s) that may be filed;
- (g) take all necessary action to protect and preserve the interests of the Committee, including (i) possible prosecution and/or settlement of actions on the Debtors' behalf, including avoidance and other causes of action against insiders and third parties; (ii) if appropriate, participation in and negotiations regarding litigation in which the Debtors are involved; and (iii) if appropriate, review and analysis of claims filed against the Debtors' estates, including intra-Debtor claims;
- (h) prepare on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses and other papers in support of positions taken by the Committee and appear, as appropriate, before this Court and any appellate and other courts; and
- (i) perform all other necessary legal services in these cases.

Professional Compensation

6. Simpson Thacher intends to apply for allowance of compensation for professional services rendered on an hourly basis and reimbursement of expenses incurred in connection with these chapter 11 cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, the SDNY Guidelines, the Revised UST Guidelines, and any other applicable procedures or orders of the Court. Simpson Thacher's hourly rates and corresponding rate structure for these chapter 11 cases are the same as Simpson Thacher charges generally for restructuring, workout, bankruptcy, insolvency, and comparable matters, as well as similar complex corporate, securities, and litigation matters whether in court or otherwise, regardless of whether a fee

application is required. These rates and the rate structure reflect that such restructuring and other complex matters are typically global in scope and involve great complexity, high stakes, and severe time pressures.

7. Simpson Thacher's hourly rates are set at a level designed to fairly compensate Simpson Thacher for the work of its professionals. Hourly rates vary with the experience and seniority of the individuals assigned. Simpson Thacher's current hourly rates, effective as of January 1, 2016, for the principal professionals and paraprofessionals who are expected to be providing services to the Debtors, range as follows:

Partner/Senior Counsel/Associate/Paralegals	Billing Rate
Sandeep Qusba	\$1,315
William T. Russell, Jr.	\$1,315
Lori Lesser	\$1,300
Jeffrey Baldwin	\$995
Randy Moonan	\$705
Julia Heald	\$485
Jonathan Myers	\$485
Stephanie Crosskey	\$310

8. In addition, from time to time, other Simpson Thacher professionals and paraprofessionals will provide required services to the Debtors.

9. It is Simpson Thacher's policy to charge its clients in all areas of practice for identifiable, non-overhead expenses incurred in connection with the client's case that would not have been incurred except for representation of that particular client. It is also Simpson Thacher's policy to charge its clients only the amount actually incurred by Simpson Thacher in connection with such items. Examples of such expenses include postage, overnight mail, courier delivery, transportation, overtime expenses, computer-assisted legal research, photocopying, outgoing facsimile transmissions, airfare, meals, and lodging.

10. Simpson Thacher has modified its expense reimbursement policies for this engagement to ensure compliance with the SDNY Guidelines. Photocopies will be charged at \$0.10 per page.

11. Simpson Thacher further states that pursuant to Bankruptcy Rule 2016(b) it has not shared, nor agreed to share, (a) any compensation it has received or may receive with another party or person, other than with the partners, senior counsel, counsel, associates, contract attorneys and paraprofessionals associated with Simpson Thacher; or (b) any compensation another person or party has received or may receive. Simpson Thacher currently uses contract attorneys and will not charge a markup with respect to fees billed by such attorneys. Moreover, any contract attorneys or non-attorneys who are employed by Simpson Thacher in connection with work performed in these cases have been and will continue to be subject to conflict checks and disclosures in accordance with the requirements of the Bankruptcy Code.

12. Simpson Thacher intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Revised UST Guidelines, both in connection with the Application and the interim and final fee applications to be filed by Simpson Thacher in these chapter 11 cases. The following is provided in response to the request for additional information set forth in Paragraph D.1 of the Revised UST Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?

Answer: No.

Question: Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?

Answer: No.

Question: If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any

adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

Answer: Simpson Thacher was retained by the Committee after the Petition Date; therefore, this question is not applicable.

Question: Has the Committee approved your prospective budget and staffing plan, and, if so for what budget period?

Answer: Simpson Thacher is working with the Committee on a budget for this case, but this budget has not, as of the date of this Declaration, been formally adopted by the Committee. The budget will reflect that Simpson Thacher will assist the Committee with the sale process, the allocation of proceeds, the investigation of estate claims and any plan process. The budget involves a projection of future events with limited information and is subject to change as the case develops. Simpson Thacher will work with the Committee to develop a staffing plan to accompany the budget.

Disinterestedness

13. Except as otherwise set forth herein, Simpson Thacher (a) does not have any connection with the Debtors or their affiliates, their creditors, the U.S. Trustee, or any person employed in the office of the U.S. Trustee, or any other party in interest, or its respective attorneys and accountants, (b) is a “disinterested person,” as that term is defined in section 101(14) of the Bankruptcy Code, and (c) does not hold or represent any interest adverse to the estate.

14. Simpson Thacher and certain of its partners, senior counsel, counsel and associates may have in the past represented, may currently represent, and likely in the future will represent parties in interest in these chapter 11 cases in connection with matters unrelated (except as otherwise disclosed herein) to the Debtors and these chapter 11 cases. Simpson Thacher has searched its electronic database for its connections to the entities listed on **Schedule 1** annexed hereto.³ This list was provided by the Debtors. The Debtors provided their information in the

³ Certain entities on the list are currently being reviewed. Simpson Thacher will file promptly supplemental disclosures as required.

format in which they maintain it, which did not consistently disclose the full correct legal name or other information needed for every name to be checked. All statements made herein or in the schedules hereto concerning Simpson Thacher's connections to parties in interest are based upon (y) information from, and discussions I or other Simpson Thacher personnel reporting to me have had with the attorney at Simpson Thacher responsible for conflicts matters and (z) information generated by the Finance Department at Simpson Thacher. The information listed on **Schedule 1** may have changed without Simpson Thacher's knowledge and may change during the pendency of these chapter 11 cases. Accordingly, Simpson Thacher will update this Declaration as necessary and when Simpson Thacher becomes aware of material information.⁴

15. The following is a list of the categories that Simpson Thacher has searched:

- Debtors and Trade Names
- Current and Recent Former Directors and Officers
- Potential Contract Counterparties
- Insurers
- Other Interested Parties
- Landlords
- Litigants
- Professionals
- Shareholders
- Significant Unsecured Creditors
- Significant Vendors
- Taxing Authorities and Key Court Personnel for the Southern District of New York
- Utilities
- Employees and Independent Contractors

⁴ Neither the term "connection" as used in Bankruptcy Rule 2014 nor the proper scope of a professional's search for "connections" has been authoritatively defined, and I am therefore required to exercise some degree of professional judgment in preparing this declaration, as well as in defining the scope of how to search for relevant facts. Out of an abundance of caution, I may be disclosing items that are not, in my judgment, disqualifying or problematic under either the Bankruptcy Code or applicable standards of professional ethics. One such judgment I employed is that, when our conflicts check clearly indicated that a name on the Conflicts Checklist had not been an active client within the past two years, I treated that as not a "connection" required to be disclosed at this time. A further judgment I employed is that where a party in interest was only reported as an affiliate of a former client, I concluded that relationship was too attenuated to qualify as a connection required to be disclosed.

16. Simpson Thacher's search of the parties in interest listed on **Schedule 1** reveals that, although certain Simpson Thacher attorneys and paraprofessionals may have previously worked at other law firms that represented certain parties who may now be potential parties in interest in these chapter 11 cases, to the best of Simpson Thacher's knowledge, such people have not worked on matters relating to the Committee while at Simpson Thacher.

17. Based on the conflicts search conducted to date and described herein, to the best of my knowledge, neither I nor Simpson Thacher has any connection with the Debtors, their creditors, or any other parties in interest, their respective attorneys and accountants, the U.S. Trustee, or any person employed in the office of the U.S. Trustee, except as disclosed or otherwise described herein and in **Schedule 2** annexed hereto.

18. From time to time, Simpson Thacher may refer, or may have referred, work to other professionals to be retained in these chapter 11 cases. Likewise, certain such professionals may refer or may have referred work to Simpson Thacher. In addition, we believe it likely that many of the professionals who may appear in these cases may be trustees, witnesses, advisors or counsel, as the case may be, in other transactions or cases in which Simpson Thacher also represents a client. Simpson Thacher may retain various such professionals or affiliates thereof to provide forensic, litigation support and financial advisory services to Simpson Thacher or Simpson Thacher's clients in a variety of past, present or future engagements. Current employees at Simpson Thacher may be former employees of, or related to employees of, one or more of the other professionals in this case. In addition, attorneys at Simpson Thacher belong to professional organizations to which other professionals who may appear in these cases may also belong. Simpson Thacher does not maintain searchable records of any of these relationships, but I do not personally know of any that exist.

Specific Disclosures

19. **Schedule 2** to this Declaration (the “**Conflicts Checklist**”) lists the results of Simpson Thacher’s conflicts searches of the entities listed on **Schedule 1**. Many of the firm’s representations of the clients listed on **Schedule 2** consist of representations in episodic transactional matters and will not affect the firm’s representation of the Committee in these chapter 11 cases. Also, Simpson Thacher does not represent, and has not represented, within the time period covered by our conflicts database, any other entity in any matter adverse and/or related to the Debtors or their estates.

20. Simpson Thacher is one of the largest law firms in the country and has a diverse client base. No single client referenced on **Schedule 2** accounted for more than 1% of Simpson Thacher’s total value of time billed on an annual basis for 2015.

21. Simpson Thacher advises clients in transactions and litigations, including restructuring and bankruptcy matters, with third parties with whom the Debtors may also have a relationship; for example, Simpson Thacher may represent certain creditors or directors of that creditor, and the Debtors may have a separate relationship, such as a supplier or customer, with such creditor. In certain circumstances, the interests of Simpson Thacher’s clients may be adverse to those of the Debtors with respect to the third party. I do not know whether the Conflicts Checklist or Simpson Thacher’s conflict checking system captures all connections of this nature or whether such situations are properly considered “connections” within the meaning of the Bankruptcy Rules, although, where the conflict check disclosed such instances, I have included them on the attached **Schedule 2**. Other than as set forth on **Schedule 2**, I am not aware of Simpson Thacher representing any creditor in connection with the Debtors.

22. In addition, Simpson Thacher may have represented, may currently represent, or may in the future represent, a borrower, issuer of securities, financial advisor, underwriter of securities, lead bank or other client in financing transactions, merger and acquisition transactions, litigation or arbitration matters, bankruptcy matters or other matters unrelated to these cases in which one or more parties in interest (or an affiliate) or a professional involved in these cases, including, but not limited to those listed on the Conflicts Checklist, happens to be involved, although not as Simpson Thacher's client.

23. Simpson Thacher may also represent, in matters unrelated to the Debtors or the Committee, companies that may be considered competitors of the Debtors.

24. I do not understand Bankruptcy Rule 2014(a) or other applicable law to require disclosure of each present or future engagement Simpson Thacher receives from a party in interest as long as it is unrelated to these cases. Simpson Thacher intends to accept engagements from other parties in interest (whether existing or new clients) that are unrelated to the Debtors. However, in no event will Simpson Thacher represent any party in these chapter 11 cases or otherwise with respect to the Debtors, or their estates or the Committee.

25. From time to time, some of the members of the Firm invest in limited liability vehicles ("STB Investment Funds") that in turn are passive minority investors in certain private equity funds and other asset management vehicles managed by clients of Simpson Thacher ("Client Funds"). When one of the Client Funds makes an investment, it calls on its limited partners, including the relevant STB Investment Fund, to fund their pro rata share of the investment. The STB Investment Fund, upon receiving a capital call, may meet the call from funds on hand but eventually obtains the funds to meet the call from its individual members, pro rata to their initial commitment. The STB Investment Funds may have investments directly or

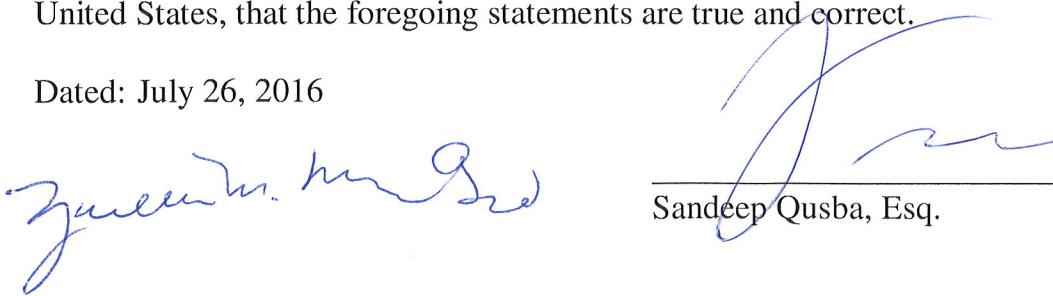
indirectly in the parties in interest listed on **Schedule 1**. In all such instances, the STB Investment Funds hold less than 1% in value of the Client Funds and thus of the outstanding securities of such party in interest.

26. certain of the parties in interest in these cases are companies with publicly traded securities. Simpson Thacher personnel may own debt or equity securities issued by such companies. It is impractical to determine the extent of such holdings for all publicly traded parties in interest.

27. Attorneys at or employees of Simpson Thacher may receive services from parties in interest or professionals involved in these cases. Attorneys at or other employees at Simpson Thacher or their spouses or relatives may have beneficial ownership of securities issued by, or banking, insurance, brokerage or money management relationships with, other parties in interest. Attorneys at Simpson Thacher may have relatives or spouses who are members of professional firms involved in these cases or employed by parties in interest. We have conducted no investigation of our colleagues' banking, insurance, brokerage or investment activities or familial connections in preparing this Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States, that the foregoing statements are true and correct.

Dated: July 26, 2016



Sandeep Qusba, Esq.

Yvette M. Maldonado
NOTARY PUBLIC, State of New York
01MA6334829
Qualified in Richmond County
Commission Expires December 21, 2019

SCHEDULE 1

LIST OF PARTIES IN INTEREST SEARCHED

SCHEDULE 1

List of Schedules

<u>Schedule</u>	<u>Category</u>
1(a)	Debtors and Trade Names
1(b)	Current and Recent Former Directors and Officers
1(c)	Potential Contract Counterparties
1(d)	Insurers
1(e)	Other Interested Parties
1(f)	Landlords
1(g)	Litigants
1(h)	Professionals
1(i)	Shareholders
1(j)	Significant Customers
1(k)	Significant Unsecured Creditors
1(l)	Significant Vendors
1(m)	Taxing Authorities
1(n)	U.S. Trustee and Key Court Personnel for the Southern District of New York
1(o)	Utilities
1(p)	Employees and Independent Contractors

SCHEDULE 1(a)

Debtors and Trade Names

Gawker Media Group, Inc.	Blogwire
Gawker Media LLC	Deadspin
Kinja Kft.	Defamer
Blogwire Hungary Intellectual Property Licensing LLC	Gawker
Blogwire Hungary Kft.	Gawker Stalker
Gawker.Com	Gizmodo
Blogwire Hungary Intellectual Property Licensing LLC	io9
Blogwire Hungary Kft.	Jalopnik
Curbed.com LLC	Jezebel
Gawker Sales LLC	Kinja
Gawker.Com	Kotaku
RGFREE	Lifehacker
Vox Media, Inc.	Sploid
	Valleywag

SCHEDULE 1(b)

Current and Recent Former Directors and Officers

Albertson, Josh

Darbyshire, Gabrielle

Denton, Nicholas

Dietrick, Heather

Epstein, Jason

Fette, Ian

Holden, William

Kidder, Scott

Plunkett, Thomas

Szasz, Peter

Tillman, Scott

Weinbrecht, Adrian

SCHEDULE 1(c)

Potential Contract Counterparties

114 Fifth Avenue Ground Lessee LLC	Aleksander Chan
114 Fifth Owner LP	Alex Cranz
204-210 Elizabeth Street LLC c/o S.W. Management LLC	Alex Dickinson
204-210 Elizabeth Street LLC	Alex Pareene
3293 Pacific LLC	Alexandra Cannon
A Mediocre Corporation	Alexandra Philippides
A Small Orange, LLC.	Alexandre Dohrmann
A9.com, Inc.	Alissa Walker
Access Inteligence, LLC	All You Can Move SportPass Europe
Adam Clark Estes	Allison Jones
Adam Pash	Allison Wentz
Adam Weinstein	Allure Media Pty Limited
Ad-Juster, Inc.	AM Lab Americas, LLC.
Admeld, LLC	Amanda Marandola
Adsfactor Holdings Limited	Amazon Services LLC
AdSlot Technologies, LTD.	Amazon Web Services, Inc.
Adtech US, Inc.	Amazon.com, Inc.
Aegon Magyarorszag Zrt.	Anastasia Weeks
AGIS Fire & Security Kft.	Andrassy Palota Ingatlanfogalmazo Kft.
AIG	Andrea Park
Alan Henry	Andrew Collins
Alan Kwon	Andrew Cush
Albert Burneko	Andrew Gorenstein

Andrew Harding	Bryan Menegus
Andy Orin	C&G Group Kft c/o Brody House Group
Angela Alzona	Cadreon, LLC.
Angela Wang	Caitleen Weaver
Anna Merlan	Camila Cabrer
Anthony Carnevale	Camilla Baker
Anthony Hack	Casey Speer
AOL Advertising Inc.	Casper Sleep Inc.
Ariana Cohen	Catherine LeClair
Ariel Viera	Cecilia D'Anastasio
Ashley Feinberg	Chad Bernstein
Ashton Galloway	Chelsey Hoffman
Atlantic Metro Communications II, Inc.	Cheryl Eddy
Attila Illes	Chris Neveu
Ava Gyurina	Chris Person
Balazs Keki	Chris Vespoli
BarkBox, Inc.	Christina Blacken
Barry Petchesky	ClickMeter
Ben Regenspan	ClickStream
BlueApron.com	Cloudinary Ltd.
Brainy Labs, LLC	Clover Hope
Brandon McCoy	ClubW
Brendan O'Connor	Colleen McMillan
Bridget Brown	Colliers International
Bryan Lufkin	Colliers International Kft.

Coltiers Nemzetkozi Ingattanuzemeltet6 es Kezel6 Kft.	Eleanor Shechet
Combat Flip Flops, LLC.	Elisa Solinas
Comic Cartel ComScore, Inc.	Emily Ambruso
Corporate Communications Bt.	Emily Herzog
Courtenay O'Connor	Emma Carmichael
Daniel Morgan	Emprese Cedente
Darren Orf	Eric Goldfarb
Dashlane Inc.	Eric Ravenscraft
DataGram	Erika Audie
Datagram Incorporated	Erin Gloria Ryan
Dave McKenna	Erin Pettigrew
David Tracy	Esther Inglis-Arkell
Dayna Evans	Ethan Sommer
Devin Clark	Evan Narcisse
Diana Moskovitz	Eyal Ebel
Diane Kelly	F451
Diego Pineda	F451 fka Spicy Media Editora Ltda
DineInFresh, Inc. dba Plated	F451 Media Editora Ltda.
Dollar Shave Club, Inc.	Fabiola Lara
DOUBLECLICK	Facebook Ireland Limited
Dr. Torzsa Peter Bt.	Facebook, Inc.
DreamHost	Fastly, Inc.
Drew Magary	Federal Insurance Company
Driftaway Inc.	Fluxmob, LLC.
Earnest Inc.	Framebridge, Inc.

Fritzie Andrade	Hillary Crosley
Future Publishing Limited	Hostgator.com, LLC.
Gabrielle Bluestone	Huckberry
GeekFuel, LLC.	Hunter Slaton
Germain Lussier	Ian Fette
Giri Nathan	IDrive Inc.
Globalway Participacoes Ltda.	Ilona Bilevych
Gloria Clark	Incisive Ltd
Google Inc.	Incisive VNU Limited dba Incisive Incisive Ltd
Gorilla Nation Media, LLC	Incisive VNU Ltd
Grace Robertson Graze Inc.	Index Exchange Inc.
Green Fox Academy	Infobahn Inc.
Greg Howard	Integral Ad Science, Inc.
Greg Lopez	IseeQ Kft.
GroupDynamics Kft	J.K Trotter
Gunnar Optiks	Jake Inferrera
Gyorgy Bokros	Jalsovszky Law
Hajtas Pajtas Kft.	James Bartus
Handy.com	James Bit Design
Hannah Keyser	James Delgiudice
Happy Socks	Jamie Weber
Heather Dietrick	JapanCrate
Heather Hynes	Jared Auslander
Heidi Grothaus	Jason Parham
HelloFresh	Jason Schreier

Jason Torchinsky	JW Player / LongTail Ad Solutions, Inc.
Jay Hathaway	Kaila Hale-Stern
Jeffrey Hilder	Kanwar Gill
Jennifer Ouellette	Kara Brown
Jia Tolentino	Kargo Global, Inc.
Jillian Marie Lucas	Karma Mobility Inc.
Jim Boos	Kate Dries
Jim Cooke	Kate Knibbs
Jim Cooke	Kate Lovejoy
Joanna Rothkopf	Katharine Trendacosta
Joel Johnson	Kathryn McGinnis
John Appel	Katie Drummond
John Cook	Kavitha Reddy
John Gelini	Kelly Conaboy
Jordan Sargent	Kelly Faircloth
Josh Bottino	Kelly Monson
Josh Laurito	Kelly Stout
Joshua Albertson	Kerrie Uthoff
Judy Steinbach	Kevin Draper
Julia Alvidrez	Kid Thursday LLC., dba Staus Audio
Julian Muller	Kirk Hamilton
Julianne Escobedo Shepherd	Kixer
Jung Sin	Kolozsvari Timea
Justin Cross	Kravitha Reddy
Justin Potter	Krux Digital, Inc.

Lacey Donohue	Matt Novak
Lauren Bertolini	Matthew Hamer
Leah Beckmann	Matthew Kulper
Leah Finnegan	Mediagene, Inc.
LendingTree, LLC.	MediaGene, Inc. fka Infobahn, Inc.
Lindsay Chipman	MediaMind Technologies, Inc.
Lindsey Jaffe	Megan Gilbert
Lisa Bolano	Megbizott
LiveIntent, Inc.	Melissa Green
LiveRail, Inc.	Melissa Murray
LOLA	Merch Direct, LLC
Lucy Haller	Merchant Importacao, Exportacao e Comercio, Ltda - ME
Madeleine Davies	MeUndies
Madeleine Stone	Mia Libby
Madison Plus Select, Inc.	Michael Fahey
Malcolm Read	Michael Kuntz
Mandy Mandelstein	Michael Lindsay
Margaret Taormina	Michael Nunez
Marina Galperina	Michael Orell
Mario Aguilar	Michael Roselli
Maritza Sanche	Michele LaFauci
Mark Weldon	Michelle Chiang
Market Halsey Urban Renewal, LLC.	Mike Ballaban
MarkMonitor Inc.	Mikolaj Szabo
Matt Hardigree	Ministry of Supply

Miranda Langrehr	Operative Media, Inc.
Moat, Inc.	Oppenheim Ugyvedi Iroda
Mobiles Republic, Inc.	Opportune LLP
Mollie Horan	Optimizely, Inc.
Moore Stephens Hezicomp Kft.	Oriole Media Corporation dba Juice Mobile
Mott & Bow	Oscar Z. Ianello Associates, Inc.
MoviePass	Owen & Fred Corp.
MVMT Watches	Pacific Shaving Company
Nameaction Brasil Serv de Inter Ltda ME	Parachute Home
NameAction Inc.	Patricia Hernadez
Nandita Raghuram	Patrick Ballester
Natasha Vargas-Cooper	Patrick Klepek
Nathan Grayson	Patrick Laffoon
NatureBox	Patrick Redford
Nervora Digital Media Group, FZ-LLC	Paul Sundue
NetMediaEurope	PAX
Netus Media Pty Limited dba Allure Media Pty LTD	Percona, Inc.
Nevora Digital Media Group	Perfect World Entertainment
NewsCred, Inc.	Peri Hochwald
Nicholas Murphy	Pixel Media Asia Limited
Nick Stango	Platinum Rye, LLC.
Noble People	Pop Chart Lab
OCP Collective Corp. dba Adcade, Inc.	Poprageous
Omar Kardoudi	Puja Patel
OnMarc Media	Quench USA, Inc.

Quip NYC Inc.	SkimBit LTD.
Rhone Apparel Inc.	SmartFX
Riley MacLeod	SocialFlow, Inc.
Rob Harvilla	Sophie Kleeman
Robert Finger	Soundfreaq
Ryan Brown	Specless, LLC.
S&T Consulting Hungary Kft.	Spicy Media Editora LTDA
Sam Biddle	SpruceWares
Sam Scherer	Squarespace, Inc.
Sam Woolley	Stackcommerce
Samantha Lagani	Staq, Inc.
Samer Kalaf	Starcom SMG
Samuel Griffel	Stassa Edwards
Sarah Dedewo	Stephanie Schrader
Sarah Wiest	Stephen Totilo
Scott Kidder	Steve Climaco
Sean Buckley	Steven Polletta
Sean MacDonald	Stowawy Cosmetics
SeatGeek	STS Meida, Inc.
Shane Roberts	Stuart Cheshire
Shep McAllister	Sultana Khan
Shopify	Superdry Wholesale, LLC
SimpleReach, Inc.	Suzy Kuzy, LLC.
Skillshare, Inc.	Szolgaltato
Skimbit Limited	Taboola Inc.

Tamas Neltz	VNU Business Media Europe Limited
Tara Jacoby	Waves Gear, LLC.
Taylor Berman	We Work
Technorati, Inc.	Wesley Siler
Terra Networks Brasil S.A.	WeWork LA LLC
TGT	Whitson Gordon
The Rubicon Project, Inc.	William Arkin
The Sasquatch Soap Co., LLC. dba Dr.	William Haisley
Squatch	William Turton
The Status Audio	Wine Awesomeness
Thorin Klosowski	Wrights Media, LLC
Tim Burke	Writers Guild of America, East
Time Shred Services, Inc.	Yannick LeJacq
Times Internet Limited	Zach Custer
Tom Ley	Zachary Connett
Tom Plunkett	Zoe Stahl
Tom Scocca	
Tommy Craggs	
Toth Eva Nagykanizsa	
Tremor Video, Inc.	
UCMS Group Hungary Kft.	
Udemy.com	
Veronica de Souza	
Victor Jeffreys	
Viddler, Inc.	

SCHEDULE 1(d)

Insurers

Aegon Magyarorszag Zrt.

AIG Europe Limited

Dewitt Stern Group, Inc.

Federal Insurance Company

Hartford Casualty Insurance Company

Hudson Insurance Company

National Union Fire Insurance Co. of Pittsburgh PA

United Healthcare Insurance Company

SCHEDULE 1(e)

Other Interested Parties

Cerberus Business Finance LLC

Houlihan Lokey, Inc.

K&H Bank

Latham & Watkins

Prime Clerk LLC

Riemer & Braunstein, LLP

Schulte Roth & Zabel LLP

Securities & Exchange Commission

Securities & Exchange Commission – NY Office

Silicon Valley Bank

Sullivan & Cromwell LLP

US VC Partners LP

SCHEDULE 1(f)

Landlords

Andrassy Palota Ingatlanforgalmazo Korlatolt Felelossegú Tarsaság

114 Fifth Owner LP

SCHEDULE 1(g)

Litigants

Aulistar Mark	Rachel Atwood
Andrew Hudson	Michael Kennelly
Zachary Cianfalone	Alyssa Bereznak
Lindsay MaHarry	Lily Newman
Katherine Castellana	Kwame Opam
Elizabeth Nadybal	Terry Gene Bollea
Chelsea Lo Pinto	Mitchell Williams
Tim Baribeau	Meanith Huon
Patrick Frawley	Ashley Terrill
Elizabeth Weinbloom	Charles Johnson and Got News, LLC
Kristin Chan	Teresa Thomas
Samuel Julian	Shiva Ayyadurai
Brian Colgan	Christopher Sadowski
Benjamin Dorson	

SCHEDULE 1(h)

Professionals

Akerman LLP

Cahill Gordon & Reindel LLC

Citrin Cooperman & Co., LLP

Giskan Solotaroff & Anderson LLP

Goldin Solutions

Jalsovszky Law Firm

John Duncan

Klasko Immigration Law Partners, LLP

Levine Sullivan Koch & Schulz, LLP

Maples & Calder Morrison Cohen LLP

Newmark & Co. Real Estate, Inc.

Oppenheim Law Firm

Opportune LLP

Proskauer Rose LLP

Trifolium LLC

Wilk Auslander

Zwillgen PLLC

SCHEDULE 1(i)

Shareholders

Berman, Taylor	Furman, Eliot, as custodian for Alexander Tiberius Furman under the NYUTMA
Bertolini, Lauren	Futrelle, Genevieve
Blakeley, Richard Erand	Giacoman, Gabriela
Bluestone, Gabrielle	Gorenstein, Andrew
Brown, Ryan	Greenmount Creek Limited
Carmichael, Emma	Hale-Stern, Kaila
Carmon, Irin	Hamer, Matt
Chan, Casey	Hardigree, Matt
Coen, Jessica	Holmes, Anna
Cooke, Jim	Jefferson, Whitney
Craggs, Tommy	Kang, Daniel
Crecente, Brian	Kidder, Scott
D'Addario, John	Kozma, Jozsef
Darbyshire, Gaby	Lam, Brian
Daulerio, Albert	Layne, Ken
DelGiudice, James	Lehnhoff, Jim
Denton, Nick	Leitch, Will
Diaz, Jesus	Lisanti, Mark
Dietrick, Heather	Lopez, Greg
Dimmitt, Elizabeth	Ma, Jesse
Dimmitt, Genevieve	McGill, Erin
Duncan, John	Nachlin, Jim
Ebel, Eyal	Newitz, Annalee

Nolan, Hamilton	Woerner, Meredith
O'Connor, Maureen	Albertson, Josh
Pash, Adam	Annis, Rose
Petrány, Máté	Baker, Camie
Pettigrew, Erin	Batty, Chris
Plunkett, Tom	Biddle, Sam
Read, Malcom	Bodnár, István
Robischon, Noah	Burke, Tim
Schreier, Jason	Climaco, Steve
Schwartz, Diane	Cook, John
Schweizer, Julia	Curtis, Dustin
Scocca, Thomas	Donohue, Lacey
Sicha, Choire	Drummond, Katie
Spinelli, Mike	Fette, Ian
Steele, Lockhart	George, Patrick
Stein, Sadie	Georgopoulos, Steph
Takayama, Greg	Gonzalez, Robert
Tate, Ryan	Graham, Kevin
Thomas, Owen	Grothaus, Heidi
Toder, Matthew	Hathaway, Jay
Trapani, Gina	Henry, Alan
US VC Partners LP	Hilder, Jeff
Vuong, Phillip	Jeffries, Victor
Wert, Ray	Juzwiak, Rich
Winkelman (Ortega), Samantha	Kéki, Balázs

Knibbs, Katharine	Szász, Péter
Körtesi, Gáspár	Szatmári, András
Laurito, Josh	Taomina, Margaret
Libby, Mia	Tiku, Nitasha
Magary, Drew	Totilo, Stephen
Marchman, Tim	Trotter, JK
McAllister, Shep	Udvardi, Ramóna
McKenna, Dave	Walker, Alissa
Mittelhammer, Eric	Weaver, Caity
Morgan, Daniel	Weinstein, Adam
Neltz, Tamas	Wentz, Allison
Nevins, Maxwell	
Novak, Matt	
O'Connor, Courtenay	
Pareene, Alex	
Parham, Jason	
Petchesky, Barry	
Popken, Ben	
Price, John	
Reddy, Kavi	
Regenspan, Ben	
Roberts, Shane	
Sargent, Jordan	
Sommer, Ethan	
Sundue, Paul	

SCHEDULE 1(j)
Significant Customers

20th Century Fox	Desk.com
360i	Dialect Inc
A9.com Inc. (Amazon Match Buy)	DigitasLBi
Accordant Media	Dollar Shave Club
Adslot	Draftkings
Aegis Group	Earnest
Alliance Games	Empowering Media LA
Allure Media - GM	Empowering Media NY
Amazon	Essence
Amazon Commerce Revenue	f451 - US
AOL One	Facebook
Asana (Customer)	Factorylabs
Assembly	Fallon
Baru Advertising	Future Publishing Ltd (US)
Blue Apron	General Mills, Inc.
Blue Wheel Media	Google (BizDev)
Bluehost	Graze
Brigade Marketing	Havas
Casper	Horizon Media
Centro	HostGator
Cisco	Hover
Cramer-Krasselt	HTC Blinkfeed
Criteo	IBM
Crossmedia	Indochino

Initiative LA	Nokia
Initiative NY	NVIDIA
Interpublic Group of Companies	Omnicom Group
iSocket, Inc.	Pereira & Odell
ITVS	Petrol
Kepler Group	PGR Media
Ketchum	Protein
Kovel Fuller	Publicis Groupe
Kruskopf & Company	R/West
Liquid Advertising	Rachael Piper Consulting
LivWell	Randomhouse
Logmein.com	RED Interactive Agency
MarkLogic	Rodger's Townsend
McGarrah Jessee	RPA
Me Undies	Rubicon
Mediagene Inc - US	Skillshare
Mediasmith	Slack
Mediastorm, LLC	Spacetime Media
Merkley and Partners	SquareSpace
MillerCoors	StackSocial
MNI	Status Audio
MODCo Media	Sterling Rice Group
Mullen	Superdry Wholesale LLC
NameCheap	Taboola (Biz Dev)
Newscred	Tangible Media

TaxFyle

The Garage Team Mazda

TubeMogul

UCB

Udemy

Varidesk

Viewster.com

VOX Media - Curbed Investment

VSN

WavesGear

weBoost

Wieden & Kennedy

Wildcard Properties LLC

WPP

Wright's Media

Zeno Group

SCHEDULE 1(k)

Significant Unsecured Creditors

Ad-Juster, Inc. (media)	Google Inc. (DoubleClick)
ADP Workforce Now	Google, Inc. (Analytics)
Akerman LLP	Hunter Slaton
Alex Palmer	Ian Fette
Andrew Harding	Jelle Claeys Automotive Artwork
AOL Advertising	Joshua M Lees
Associated Press	JW Player (Longtail Ad Solutions, Inc.)
Blane Bachelor	Katherine Fry
Brandtale	Kinja Accounts Payable
CDW Direct	Krux Digital
Cloudinary Ltd.	L-Cut Digital Media, Inc.
Concur Technologies, Inc.	Market Halsey Urban Renewal, LLC
Corbis Corporation	Marlena Agency Inc.
Corey Foster	Medialink
Creative Circle, LLC.	Merrill Communications, LLC
DataGram	Metropolitan Cleaning, LLC
DoubleVerify, Inc.	Moat Inc.
DRH Internet Inc	Morrison Cohen LLP
Equinox Fitness Clubs - Corp Accts	Newmark & Co. Real Estate, Inc.
Fastly	Nick Wong Photography
Fried, Frank, Harris, Shriver & Jacobson LLP	NSONE Inc.
Getty Images	Operative Media, Inc
Giacco Furino	Optimizely, Inc.

Pacific Coast News

Plant Specialists LLC

QZZR

REDBOOKS

Risk Strategies Company

Shenker & Bonaparte, LLP

SimpleReach, Inc.

Sizmek Technologies Inc.

Specless

STAQ, INC.

Submarine Leisure Club, Inc. (Wirecutter)

Submersive Media

The Hartford

The Oliver Group

Viddler, Inc.

SCHEDULE 1(I)

Significant Vendors

114 Fifth Avenue	Hatch Content, LLC
ADP PayEx	HeartWork, Inc.
Advanced Electronic Solutions, Inc.	Houlihan Lokey
AMA Consulting Engineers P.C.	Howard Kennedy
AMEX Corporate GM - 01006	Inform Interiors
Andrew Liszewski	Jesus Diaz (vendor)
Apple Inc. (media)	Kforce Inc.
Baby Llama Productions LLC	Kornhaber Brown, LLC
Bajibot Media	Lay It Out, Inc.
Big Mango, Inc.	Leiberts Royal Green Appliances Inc.
Bird & Bird LLP	Lewis Rice LLC
Brannock & Humphries	LionTree Advisors LLC
Cahill Gordon & Reindel LLP	LJ DUFFY, Inc.
Cannes Trip 2015	Maples & Calder (GM LLC)
Catalyst	NetRatings, LLC
Cerberus Capital Management LP	Netsuite, Inc.
ComScore Inc.	NVE, Inc.
Con Edison (210)	OCP Collective Corp.
CytxOne Technology, LLC	Olson Kundig Architects
Dynect, Inc	Olson Kundig Interiors
Emma C Lanigan (Cookson)	OnMarc Media Inc.
Fidelity 401k	Opportune LLP
Harder Mirell & Abrams	Redscout LLC

Robert Half

Ropes & Gray LLP

Santa Monica Air Center, Inc.

Structure Tone

SW Management LLC

TangentVector, Inc.

Tapestry Associates LLC

Thomas & Locicero PL

Treasury of the United States

TrueForm Concrete, LLC

Veritas Pictures, Inc.

Versus LLC

Vizu Corporation

Voya Financial 401K

WB Wood NY

Young America Capital

SCHEDULE 1(m)

Taxing Authorities

Internal Revenue Service

Budapesti Önkormányzat

Hungary National Tax Authority

New York City Department of Finance

New York State Commissioner of Taxation and Finance

SCHEDULE 1(n)

U.S. Trustee and Key Court Personnel for the Southern District of New York

Cecilia G. Morris	Kathleen Schmitt
James L. Garrity	Linda A. Riffkin
Martin Glenn	Lisa Penpraze
Mary Kay Vyskocil	Maria Catapano
Michael E. Wiles	Mary V. Moroney
Robert D. Drain	Myrna R. Fields
Robert E. Grossman	Nadkarni Joseph
Sean H. Lane	Paul K. Schwartzberg
Shelley C. Chapman	Richard C. Morrissey
Stuart M. Bernstein	Serene Nakano
Alicia Leonhard	Susan Arbeit
Amanda Cassara	Susan Golden
Andrea B. Schwartz	Sylvester Sharp
Andy Velez-Rivera	Victor Abriano
Anna M. Martinez	William K. Harrington
Brian S. Masumoto	
Cheuk M. Ng	
Danny A. Choy	
Ercilia A. Mendoza	
Greg M. Zipes	
Guy A. Van Baalen	
Ilusion Rodriguez	

SCHEDULE 1(o)

Utilities

114 Fifth Avenue Ground Lessee

Atlantic Metro Communications

Benefit Resource, Inc.

Cogent Communications

Con Edison

ShoreTel Inc.

SCHEDULE 1(p)

Employees and Independent Contractors

Asd Mario Aguilar	Camila Cabrer
Joshua Albertson	Alexandra Cannon
Angelica Alzona	Emma Carmichael
Fritzie Andrade	Anthony Carnevale
Erika Audie	Casey Chan
Jared Auslander	Michelle Chiang
Ilene Baker	Devin Clark
Michael Ballaban	Gloria Clark
Patrick Ballester	Steve Climaco
Chad Bernstein	Ariana Cohen
Lauren Bertolini	Andrew Collins
Sam Biddle	Zachary Connell
Ilona Bilevych	John Cook
Christina Blacken	James Cooke
Gabrielle Bluestone	Alexandra Cranz
James Boos	Hillary Crosley
Joshua Bottino	Justin Cross
Robert Bricken	Andrew Cush
Ryan Brown	Zach Custer
Kara Brown	Madeleine Davies
Bridget Brown	Maritza De Leon
Timothy Burke	Veronica de Souza
Albert Burneko	Sarah Dedewo

Ernest Deeb	Melissa Green
Nick Denton	Samuel Griffel
Alexander Dickinson	Heidi Grothaus
Heather Dietrick	Ava Gyurina
Alexandre Dohrmann	Anthony Hack
Lacey Donohue	William Haisley
Kevin Draper	Lucy Haller
Kathryn Dries	Kirk Hamilton
Katherine Drummond	Matt Hardigree
Eyal Ebel	Andrew Harding
Cheryl Eddy	Alan Henry
Stassa Edwards	Patricia Hernandez-Ramos
Adam Estes	Emily Herzig
Michael Fahey	Clover Hope
Georgia Faircloth	Mollie Horan
Ashley Feinberg	Heather Hynes
Ian Fette	Attila Illes
Robert Finger	Jacob Inferrera
Ashton Galloway-Taylor	Victor Jeffreys
Marina Galperina	Richard Juzwiak
John Gelini	Samer Kalaf
Patrick George	Omar Kardoudi Segarra
Kanwar Gill	Hannah Keyser
Ariel Gononsky	Sophie Kleeman
George Grayson	Patrick Klepek

Thorin Klosowski	Daniel Morgan
Michele Lafauci	Diana Moskovitz
Patrick Laffoon	Julian Muller
Samantha Lagani	Nick Murphy
Miranda Langrehr	Melissa Murray
Joshua Laurito	Evan Narcisse
Catherine LeClair	Giri Nathan
Thomas Ley	Tamas Neltz
Mia Libby	Chris Neveu
Michael Lindsay	Hamilton Nolan
Katelyn Lovejoy	Matthew Novak
Germain Lussier	Michael Nunez
Riley MacLeod	Brendan O'Connor
Andrew Magary	Courtenay O'Connor
Amanda Mandelstein	Michael Orell
Timothy Marchman	Darren Orf
Alex Mason	Andrew Orin
Shepherd McAllister	Raphael Orlove
Kathryn McGinnis	Jennifer Ouellette
David McKenna	Alexander Pareene
Colleen McMillan	Andrea Park
Bryan Menegus	Adam Pash
Anna Merlan	Puja Patel
Maria Misra	Christopher Person
Kelly Monson	Barry Petchesky

Alexandra Philippides	Ethan Sommer
Diego Pineda	Casey Speer
Steven Polletta	Zoe Stahl
John Price	Nicholas Stango
Nandita Raghuram	Judith Steinbach
Eric Ravenscraft	Madeleine Stone
Kavitha Reddy	Kelly Stout
Patrick Redford	Richard Sundue
Benjamin Regenspan	Margaret Taormina
Shane Roberts	Jia Tolentino
Grace Robertson	Jason Torchinsky
Michael Roselli	Stephen Totilo
Joanna Rothkopf	David Tracy
William Sansom	Katharine Trendacosta
Jordan Sargent	Joseph Trotter
Samuel Scherer	William Turton
Stephanie Schrader	Kerrie Uthoff
Jason Schreier	Christopher Vespoli
Jillian Schulz	Alissa Walker
Taryn Schweitzer	Angela Wang
Thomas Scocca	Jamie Weber
Eleanor Shechet	Anastasia Weeks
Julianne Shepherd	Allison Wentz
Hunter Slaton	Samuel Woolley
Elisa Solinas	András Szatmári

Attila Kocsis	Brian Ashcraft
Balázs Kéki	Andrew Liszewski
Balázs Pőcze	Jamie Condliffe
Dmitry Lambrianov	Chris Mills
Gábor Kacsik	James Whitbrook
Gáspár Körtesi	David Nield
György Bokros	Kathryn Jezer-Morton
Ildikó Kriston	Madeleine Collier
István Bodnár	Fruzsina Kuhari
János Hardi	Robert Stokes
László Heves	Adam Kovac
Levente Molnár	Jared "Jay Allen" Goodwin
Linda Bucsánszki	Anthony Dejolde
Luca Németh	Carlos Rebato
Márton Borlay	Carlos Hierro
Mikhail Mitrofanov	Matias Martinez
Olivér Kovács	Eduardo Marin
Péter Szász	Miguel Redondo
Ramóna Udvardi	Zolani Stewart
Szabolcs Vida	Reshma Bhai
Szilvia Németh	Manisha Aggarwal
Zoltán Balázs	Lindsay Handmer
Zoltán Kalmár	Daniel Strudwick
George Dvorsky	Eva Jurczyk
Luke Plunkett	Mihir Patkar

Toshihisa Nakamura	Anupa Mistry
Kirsten O'Regan	Brodie Lancaster
Alexandra Nursall	Jess Shanahan
Nicholas Cameron	Jesus Diaz
Ralph Jones	Herbert Lui (Wonder Shuttle Media, Inc)
Elizabeth Edgar	Graham Ruthven
Rawiya Elkhadir	Stacy May Fowles
Ian Dransfield	Andrew Gibney
Stefan Janke	Daniel Harris
Mark Wilson	Alex Hess
Sniff Petrol Limited	Chris Koentges
James Fell	Kevin O'Brien
Peter Ryan	Achal Prabhala
Manuel Mendez Perez	David Sommer
Angel Jiminez	Monica Heisey
Jacob Rose	Sara Mcculloch
Bram Gieben	Jakob Wenngren
Eva Holland	Alex Bejerstrand
Nathan Thompson	Halmar Sveinbjornsson
Priya Elias	Amit Reut
Scaachi Koul	Rosa Gregori
Helen Appleyard	Sarah Moroz
Omar Karduodi Segarra	Jason Richards
Cara Ellison	Ravi Somaiya
Estelle Tang	Reut Amit

Michael "Massoud" Martin	Anthony Mark Dewhurst
Fariha Roisin	Peter Orosz
William Herkewitz	Ryan Pierce
Lev Hellebust (Bratishenko)	Neill Watson
Pranav Dixit	George Williams
Danny Allen	Chris Harris
Karan Atul Shah	Natasha Chenier
James Baker	Esther Sassaman
Gary Cutlack	Luke Malone
Adelaide Dugdale	Mikhail Mitrofanov
Katherine Hannaford	Leo Wichtowski
Brian Hogg	Kevin Mahon
Andrew James	Simon Parkin
Chris Mcveigh	Quintin Smith
Apoorva Prasad	Kathleen Williams
Michelle Tofi	Ollie Barder
Yareniz Saavedra Padilla	Simon Mapp
Carlos Risco	Andrew Mcmillen
Elias Notario Perez	David Veselka
Eric Tecayehuatl	Kevin Mahon
Robert Boffard	David Gilson
Guy Combs	Mark O'Neill
Joel Meadows	Spanner Spencer
Chris Harris	Tom Cassell
Guy Porepp	Kenneth Gibson

Clare Kane

Zolani Stewart

SCHEDULE 2

DISCLOSURE OF
OF RELATIONSHIPS WITH PARTIES LISTED ON SCHEDULE 1

Schedule 2

List of “Connections” with Interested Parties

This exhibit contains the names of parties on the Conflicts Checklist which our conflict checking personnel advise me are current clients; affiliates of current clients; or persons with whom Simpson Thacher has some relationship involving the provision of legal services (such as a committee of independent directors of the entity or being designated by that entity to represent parties underwriting or providing financing for the entity) to a third-party where its fees may be borne in whole or part by such party in interest.

NAME OF PARTY IN INTEREST	DESCRIPTION OF “CONNECTION”
Adam Weinstein	STB represents New Mountain Capital, and an individual by the name of Adam Weinstein is a Director of New Mountain Capital. We were unable to determine if this relates to the same individual.
AIG	STB represents AIG and its affiliates and directors in various matters, none of which are related to the Debtors.
Apple Inc. (media)	STB represents Apple Inc. in various matters, none of which are related to the Debtors.
Assembly	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
Centro	Based on the name provided to us, we are unable to ascertain whether this entity is a client.

NAME OF PARTY IN INTEREST	DESCRIPTION OF "CONNECTION"
Cerberus Business Finance LLC	STB represents William L. Richter, a co-founder of Cerberus Capital Management in certain matters, none of which are related to the Debtors.
Cisco	STB represents Cisco in various matters, none of which are related to the Debtors.
Earnest	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
Essence	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
Facebook, Inc. and Facebook Ireland Limited	STB represents (a) Mark Zuckerberg, Founder and CEO of Facebook, with respect to his investment in Facebook and (b) the underwriters in the Facebook IPO, including in related litigation. None of these matters are related to the Debtors.
Fallon	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
Getty Images	Getty Images is owned by The Carlyle Group, a client of the Firm. STB represents The Carlyle Group in various matters, but not with respect to its interest in Getty Images. STB's representation is unrelated to the Debtors.
HTC Blinkfeed	We represent a client in connection with a M&A transaction involving HTC Corporation, which is unrelated to the Debtors.
John Cook	STB represents the audit committee of Brown-Forman. An individual by the name of John Cook is a member of the committee. We also represented an individual with the name John Cook in connection with his investment in Centaur Luxco S.a r.l. We were unable to determine if these matters relate to the same "John Cook."
MNI	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
National Union Fire Insurance Co. of Pittsburgh PA	STB represents National Union Fire Insurance Co. of Pittsburgh PA, a subsidiary of our client, AIG (as noted above), in matters unrelated to the Debtors.

NAME OF PARTY IN INTEREST	DESCRIPTION OF "CONNECTION"
NetRatings, LLC	STB represented The Nielsen Company in connection with its investment in NetRatings, LLC.
New York City Department of Finance	New York City Department of Finance is not a client of STB; however, STB represents the City of New York in various matters unrelated to the Debtors.
Protein	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
R/West	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
Robert Half	STB represents Robert Half International in various matters, none of which are related to the Debtors.
RPA	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
TGT	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
UCB	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
Vizu Corporation	STB represents The Nielsen Company, the parent of Vizu Corporation but does not represent Vizu Corporation.
VNU Business Media Europe Limited	STB represents The Nielsen Company, the parent of VNU Business Media Europe Limited. STB is not currently representing VNU Business Media Europe Limited.
VSN	Based on the name provided to us, we are unable to ascertain whether this entity is a client.
Judge Mary Kay Vyskocil	Judge Vyskocil is a former member of STB prior to her appointment to the Bankruptcy Court for the Southern District of New York.
WeWork	STB represents a vehicle formed by WeWork and Rhone Group in matters unrelated to the Debtors.
WeWork LA LLC	
WPP	STB acts as a designated underwriters' counsel for WPP in matters unrelated to the Debtors.

